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Attorneys for Defendant

AEROPOSTALE, INC.

**UNITED STATES DISTRICT COURT**

**CENTRAL DISTRICT OF CALIFORNIA**

L.A. PRINTEX INDUSTRIES, INC., a ) **Case No. CV08-07085 DDP (Ex)**

California Corporation, )

Plaintiffs,

vs.

AEROPOSTALE, a Delaware

Corporation; CHARLOTTE RUSSE, a )

California Corporation; KOHLS, a )

Wisconsin Corporation; MS. BUBBLES, )

a California Corporation; RAD )

CLOTHING, a California Corporation; )

and DOES 1 through 10, )

Defendants. )

DECLARATION OF COLETTE  
STANFORD IN SUPPORT OF MOTION  
FOR SUMMARY JUDGMENT OF  
DEFENDANTS MS. BUBBLES, INC.  
AND AEROPOSTALE, INC.

DATE: May 3, 2010

TIME: 10:00 a.m.

PLACE: Courtroom 3

Discovery Cut-off: March 31, 2010

Pre-Trial Conf.: June 7, 2010

Trial Date: June 15, 2010

Action Filed: October 27, 2008

**DECLARATION OF COLETTE STANFORD**

I, Colette Stanford, declare as follows:

1. I am a Vice President and Counsel of Aeropostale, Inc. ("Aeropostale"). Based on my responsibilities with Aeropostale, I have personal knowledge of the facts set forth herein, which I know to be true and correct and, if called as a witness, I could and would competently testify with respect thereto. I submit this declaration in support of the Motion for Summary Judgment of Aeropostale and Ms. Bubbles, Inc. ("Ms. Bubbles").

2. Through my employment with Aeropostale, I am personally familiar with Aeropostale's relationship with its vendors, including its relationship Ms. Bubbles during mid 2006 through early 2007, the relevant time period for this lawsuit.

3. Defendant Aeropostale is a mall-based, specialty retailer of casual apparel and accessories, principally targeting 14 to 17 year-old young women and men through its Aeropostale® stores. Aeropostale's goal is to provide customers with a focused selection of high-quality, active-oriented, fashion and fashion basic merchandise.

4. Aeropostale sources, markets and sells products bearing its own brands and marks. During the relevant time period for this lawsuit, Aeropostale did not typically design printed shirts such as the garment that is the subject of this lawsuit. In those instances where Aeropostale relied on the design of a vendor, such as Ms. Bubbles, the vendor provided Aeropostale with sample garments. Aeropostale provided specifications (size, configuration, color, quantities) and placed orders with the vendors. Vendors, such as Ms. Bubbles, signed Manufacturing or Vendor Agreements, which included representations and warranties by the vendor and indemnification for any claims that related to the products (including copyright and trademark claims).

5. In or around August 2006, Ms. Bubbles provided Aeropostale with sample shirts incorporating a graphic design similar to the "snowflake" design that

1 plaintiff L.A. Printex Industries, Inc. ("L.A. Printex") refers to as "Internal Design  
2 Number G70132" (the "Ms. Bubbles Shirts") and alleges in this lawsuit to have  
3 copyrighted as part of a collective work identified by L.A. Printex as "Geometric  
4 (Group 04)." Aeropostale placed orders with Ms. Bubbles for the Ms. Bubbles Shirts.

5 6. From approximately November 2006 through January 2007, Aeropostale  
6 offered for sale and sold the Ms. Bubbles Shirts, generating total sales revenues from  
7 the Ms. Bubbles Shirts in the six figures.

8 7. As of February 3, 2007, Aeropostale operated 742 stores in 47 states, in  
9 addition to www.aeropostale.com, its e-commerce site. Aeropostale's strong loyal  
10 customer base is a result of its branding, reputation and unique sales environments.  
11 The reason that people buy Aeropostale products (and bought Aeropostale products  
12 during the relevant time period for this lawsuit) is not because of a particular graphic  
13 or fabric design – such as the design on the Ms. Bubbles Shirts at issue. Rather, they  
14 buy such products because of: the quality and price (Aeropostale is known for high  
15 quality at a value price); the "cool" factor associated with the Aeropostale brand (it is  
16 a "hot" item for teens and young adults); and the unique retail selling environment in  
17 Aeropostale retail stores and on its website.

18 I declare under penalty of perjury under the laws of the United States of  
19 America that the foregoing is true and correct.

20  
21 Executed on April 1, 2010 at New York, New York.

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23 \_\_\_\_\_  
24 Colette Stanford